

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE CELESTICA INC. SEC. LITIG.

No. 07-CV-00312-GBD

**DECLARATION OF AARON F. MINER IN
SUPPORT OF DEFENDANTS' MEMORANDUM OF LAW
IN OPPOSITION TO PLAINTIFFS' MOTION FOR CLASS CERTIFICATION**

Aaron Miner declares under the penalty of perjury as follows:

1. I am an attorney admitted to the Bar of the State of New York and to this Court and an associate at Kaye Scholer LLP, counsel for defendants Celestica Inc. ("Celestica"), Stephen Delaney, and Anthony Puppi in the above-captioned case.

2. I make this declaration in support of defendants' brief in opposition to plaintiffs' motion for class certification, the appointment of plaintiffs as class representatives, and the appointment of Labaton Sucharow LLP as class counsel (the "Class Certification Motion"), dated June 28, 2013, to put certain documents before the Court.

3. Exhibit 1 is a true and correct copy of the amended complaint in the action *Trustees of the Millwright Regional Council of Ontario Pension Trust Fund v. Celestica Inc.*, No. CV-11-424069 00CP (Ontario Sup. Ct.) (the "Ontario Class Action"), as filed in the Ontario Superior Court of Justice on December 27, 2012. The Ontario Class Action is being prosecuted by putative lead plaintiffs Trustees of the Millwright Regional Council of Ontario Pension Trust Fund ("Millwright"), Nabil Berzi, and Huacheng Xing against Celestica, Delaney, and Puppi on

behalf of a proposed class of persons who acquired Celestica stock during the period January 27, 2005 through January 30, 2007 by either a primary distribution in Canada or an acquisition on the Toronto Stock Exchange (“TSX”) or other secondary market in Canada and who held some or all of those shares at the close of trading on the TSX on January 30, 2007. Plaintiffs assert against defendants common law claims for negligent misrepresentation and statutory claims for misrepresentation under Part XXIII.1 of the Ontario Securities Act, R.S.O. 1990, c. S.5.

4. Exhibit 2 is a true and correct copy of the letter from Erin H. Rump, counsel for plaintiffs, to Aaron F. Miner, counsel for defendants, dated July 9, 2012.

5. [REDACTED]

6. [REDACTED]

7. [REDACTED]

8. Exhibit 6 is a true and correct copy of the letter from Erin H. Rump, counsel for plaintiffs, to Jeffrey A. Fuisz, counsel for defendants, dated July 27, 2012.

9. [REDACTED]

10. [REDACTED]

[REDACTED]
[REDACTED]. [REDACTED]
[REDACTED].

11. [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED].

12. [REDACTED]
[REDACTED].

13. [REDACTED]
[REDACTED] [REDACTED]
[REDACTED]
[REDACTED]

14. [REDACTED]
[REDACTED] [REDACTED]
[REDACTED]

15. [REDACTED]
[REDACTED] [REDACTED]
[REDACTED]

16. [REDACTED]
[REDACTED] ([REDACTED]
[REDACTED]

17. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

18. Exhibit 16 is a true and correct copy of the letter from Alan I. Ellman, counsel for plaintiffs, to Philip A. Geraci, et al., counsel for defendants, dated December 18, 2012.

19. Exhibit 17 is a true and correct copy of the answers to undertakings given by Lisa Watts, representative of BMO Asset Management, investment manager for DALI, pursuant to Ontario discovery rules, dated September 11, 2013.

20. [REDACTED]

[REDACTED]

[REDACTED]

21. [REDACTED]

[REDACTED]

[REDACTED]

22. [REDACTED]

[REDACTED]

Dated: New York, New York
September 27, 2013


Aaron F. Miner